

**AMENDED CERTIFIED COPY OF RESOLUTION OF THE BOARD
OF DIRECTORS AUTHORIZING THE FILING OF
PETITION FOR REORGANIZATION UNDER CHAPTER 11
OF THE BANKRUPTCY CODE**

RESOLVED: Whereas **PUERTO DEL REY, INC. a/k/a MARINA PUERTO DEL REY** (the "Corporation") is unable to meet its obligations as they mature; and

Whereas, creditors have undertaken and are threatening suit and have threatened to undertake steps to obtain possession of the Corporation's assets; Now therefore,

Be it resolved that a Petition in Proceedings under Chapter 11 of the Bankruptcy Code be filed by the Corporation and that Mr. Daniel W. Shelley, the Corporation's President, be and hereby is authorized to execute on behalf of the Corporation and for it all the necessary documents for the filing of a Petition under Chapter 11 of the Bankruptcy Code; and be it further resolved;

That Mr. Daniel W. Shelley be and hereby is authorized to pay unto the Clerk of the Court all necessary filing fees required by law by the Corporation or in its behalf, and be it further resolved;

That Charles A. Cuprill, P.S.C., Law Offices be employed to act as counsel for the Corporation in such bankruptcy proceedings.

The undersigned hereby certifies that she is the Secretary of the Corporation, and that the above is a true and correct copy of a resolution adopted by its Board of Directors at a duly constituted meeting held on the December 27, 2012 at 7:00 p.m., in accordance with its corporate regulations; that quorum was present at said meeting; that said resolution has not been revoked, modified, annulled or amended in any manner whatsoever.

In witness hereof, I have hereunto set my hand and affixed the seal of said corporation this 2nd day of January, 2013.



(CORPORATE SEAL)


SONIA DÍAZ ASENCIO
SECRETARY

*Amended Certified Copy of Corporate Resolution of the Board of Directors
Authorizing the Filing of Petition for Reorganization under
Chapter 11 of the Bankruptcy Code
Puerto del Rey, Inc. a/k/a Marina Puerto del Rey*

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I, Sonia Díaz Asencio, Secretary of **PUERTO DEL REY, INC. A/K/A MARINA PUERTO DEL REY**, of legal age, married, and resident of Fajardo, Puerto Rico do hereby certify under penalty of perjury, that the statements contained in the foregoing document are true according to the best of my knowledge, information and belief.

Fajardo, Puerto Rico, this 2nd day of January, 2013.



SONIA DÍAZ ASENCIO
SECRETARY